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Natalie M. Cox

Honorable Natalie M. Cox
United States Bankruptcy Judge



Entered on Docket
December 02, 2021

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14 **UNITED STATES BANKRUPTCY COURT**
15 **DISTRICT OF NEVADA**

16 In re:
17 REAL WATER OF TENNESSEE, LLC,
18 Debtor.

Case No. BK-S-21-14102-NMC
Chapter 7

ORDER GRANTING MOTION FOR
SUBSTANTIVE CONSOLIDATION
NUNC PRO TUNC AS OF THE PETITION
DATE PURSUANT TO 11 U.S.C. § 105(a)

21 Date of Hearing: November 16, 2021
22 Time of Hearing: 2:00 p.m.
23 Place: Courtroom No. 3, Third Floor
Foley Federal Building
300 Las Vegas Blvd., S.
Las Vegas, NV 89101

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25 Judge: Honorable Natalie M. Cox

26 This matter came before the Court on the *Motion for Substantive Consolidation Nunc Pro*
27 *Tunc As of the Petition Date Pursuant to 11 U.S.C. § 105(a)* [ECF No. 24] (the “Motion”) filed
28 by Ryan A. Andersen (the “Trustee”), the Chapter 7 Trustee appointed in the above-captioned

1 bankruptcy case, by and through his counsel of record, Jacob L. Houmand, Esq. and Bradley G.
 2 Sims, Esq. of the Houmand Law Firm, Ltd. The Motion sought an order substantively
 3 consolidating the bankruptcy cases filed by Affinitylifestyles.com, Inc. (Case Number BK-S-21-
 4 14099-NMC), Real Water, Inc. (Case Number BK-S-21-14101-NMC), and Real Water of
 5 Tennessee, LLC (Case Number BK-S-21-14102-NMC) *nunc pro tunc* to August 19, 2021.¹

6 No Opposition was filed to the Motion. Jacob L. Houmand, Esq. appeared on behalf of
 7 the Trustee and all other appearances were noted on the record.

8 The Court reviewed the Motion, the *Declaration of Ryan A. Andersen In Support of*
 9 *Motion for Substantive Consolidation Nunc Pro Tunc As of the Petition Date Pursuant to 11*
 10 *U.S.C. § 105(a)* [ECF No. 25], the *Notice of Hearing On Motion for Substantive Consolidation*
 11 *Nunc Pro Tunc As of the Petition Date Pursuant to 11 U.S.C. § 105(a)* [ECF No. 26], the
 12 *Certificate of Service of Motion for Substantive Consolidation Nunc Pro Tunc As of the Petition*
 13 *Date Pursuant to 11 U.S.C. § 105(a)* [ECF No. 29], the *Declaration of Jacob L. Houmand, Esq.*
 14 *In Support of Motion for Substantive Consolidation Nunc Pro Tunc As of the Petition Date*
 15 *Pursuant to 11 U.S.C. § 105(a)* [ECF No. 38], the exhibits attached thereto, and all the pleadings
 16 on file herein.

17 Based upon the pleadings and arguments of counsel and the findings of fact and
 18 conclusions of law placed on the record at the hearing and incorporated herein pursuant to Federal
 19 Rule of Civil Procedure 52, incorporated by reference by Federal Rules of Bankruptcy Procedure
 20 7052 and good cause appearing,

21 **IT IS HEREBY ORDERED** that:

22 1. The Motion is GRANTED in its entirety; and
 23 2. The following debtors (collectively, the “Consolidated Debtors”) and their estates
 24 are substantively consolidated under case number BK-S-21-14099-NM for all purposes: (a)
 25 Affinitylifestyles.com, Inc. (Case Number BK-S-21-14099-NMC); (b) Real Water, Inc. (Case

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 28 ¹ All defined terms in this Order shall have the same meaning ascribed to them in the Motion
 unless otherwise provided herein.

1 Number BK-S-21-14101-NMC); and (c) Real Water of Tennessee, LLC (Case Number BK-S-21-
2 14102-NMC); and

3 3. The Consolidated Debtors and their estates shall be substantively consolidated
4 *nunc pro tunc* as of August 19, 2021; and

5 4. All assets and liabilities of each of the Consolidated Debtors are hereby merged
6 and treated as if they were merged with the assets and liabilities of *Affinitylifestyles.com, Inc.*
7 (Affinity); and

8 5. Any obligation of a Consolidated Debtor and all guarantees thereof by one (1) or
9 more of the other Consolidated Debtors is hereby deemed to be one (1) obligation of *Affinity*; and

10 6. Each claim filed or to be filed against any Consolidated Debtor is hereby deemed
11 to be filed only against *Affinity* and is hereby deemed to be a single claim against and a single
12 obligation of *Affinity*; and

13 7. A case caption for the Consolidated Debtors is attached hereto as **Exhibit “1”**.

14 **IT IS SO ORDERED.**

15 Prepared and submitted by:

16 **HOUMAND LAW FIRM, LTD.**

17 By: /s/ Jacob L. Houmand
18 Jacob L. Houmand, Esq. (NV Bar No. 12781)
19 Bradley G. Sims, Esq. (NV Bar No. 11713)
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24 *Counsel for Ryan A. Andersen, Chapter 7 Trustee*

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LOCAL RULE 9021 CERTIFICATE

In accordance with Local Rule 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that:

- The Court has waived the requirements set forth in Local Rule 9021(b)(1).
- No party appeared at the hearing or filed an objection to the Motion.
- I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:

Approved

By: /s/ Anthony W. Austin
Anthony W. Austin (NV Bar No. 10850)
Fennemore Craig, P.C.
2394 E. Camelback Road, Suite 600
Phoenix, Arizona 85016

Counsel for United Natural Foods, Inc. and United Natural Foods West, Inc.

I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to Local Rule 9014(g), and that no party has objected to the form or content of the order.

Dated this 1st day of December, 2021.

HOUMAND LAW FIRM, LTD.

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Trustee*

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